

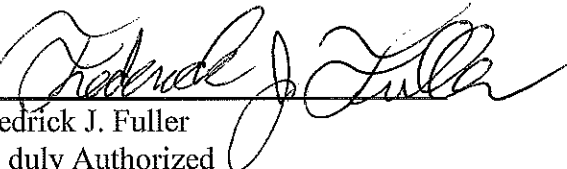
**CERTIFICATE OF
CORPORATE RESOLUTIONS AND AUTHORITY OF
FRED FULLER OIL & PROPANE CO., INC.**

I, Frederick J. Fuller, President of Fred Fuller Oil & Propane Co., Inc., a New Hampshire corporation (the "Corporation"), hereby certify that:

1. The resolutions set forth in the attached Schedule of Resolutions were duly and lawfully adopted by the Board of Directors of the Corporation (the "Board") by unanimous consent pursuant to Section 8.21 of the New Hampshire Business Corporation Act, RSA 293-A as amended, (the "Resolutions") and became effective as of 9:34 a.m. on November 7, 2014.
2. Each of the Resolutions is in full force and effect.
3. There is no provision in the Certificate of Incorporation, Articles of Incorporation, Bylaws or other incorporation papers of the Corporation which limits the power of the Board to adopt the Resolutions.

IN WITNESS WHEREOF, I have executed this Certificate of Corporate Resolutions and Authority and set the corporate seal of Fred Fuller Oil & Propane Co., Inc. hereunto on this date.

Dated: November 7, 2014



Frederick J. Fuller
Its duly Authorized
President

(Corporate Seal)

SCHEDULE OF RESOLUTIONS

This schedule is annexed to, forms and integral part of and is incorporated into the Certificate of Corporate Resolutions as fully as if completely set forth in it.

RESOLVED:

That in the judgment of the Board, it is desirable and in the best interests of the Corporation, its creditors, stockholders and other interested parties, that a petition is to be filed by the Corporation seeking relief under the provision of Chapter 11, Title 11, United States Code.

RESOLVED:

That the President of the Corporation is, acting singly, authorized and directed, on behalf of and in the name of the Corporation, to execute and verify a petition substantially in the form set out in the Official Forms of Bankruptcy and to cause the same to be filed with the United States Bankruptcy Court for the District of New Hampshire as soon as practicable.

RESOLVED:

That the President of this Corporation is hereby authorized to execute and file all petitions, schedules, lists and other papers as soon as practicable and to take any and all action which they deem necessary or proper in connection with the Chapter 11 case.

RESOLVED:

That the President is hereby authorized and empowered to retain the law firm of William S. Gannon PLLC to assist with the preparation and filing of a petition under Chapter 11 of the Bankruptcy Code and to represent this Corporation in all matters during such Chapter 11 proceedings.